boleh ditakrifkan sebagai satu alternatif untuk tindakan ke atas penjual yang telah tidak menjelaskan tunggakan sewa atau cukai pintu.

Akhirnya mungkin ada kebaikannya peruntukan-peruntukan dalam Akta 1976 ini yang disebutkan di atas diperkemas dan diperbaiki dari segi penggubalan bagi maksud menjelaskan kedudukan sebenar berkenaan dengan liabiliti pihak-pihak tertentu. Rayuan ditolak dengan kos.

Rayuan ditolak.

Peguamcara: *Majid Krishnan Menon & Lee; Vadiveloo & Co.*

Reported by *Prof Ahmad Ibrahim*

See Nyuk Fung & Ors v PanGlobal Equities Bhd

SUPREME COURT (KUALA LUMPUR) — CIVIL APPEAL NO 02-279-1990
LEE HUN HOE CJ (BORNEO), MOHAMED AZMI AND GUNN CHIT TUAN SCJJ
26 NOVEMBER 1990

Companies and Corporations — Power of court to order meeting — Irregularities in proceedings — Power of court to remedy irregularity — Companies Act 1965, ss 150 & 355(3)

In this case, a director of the respondent company had applied for relief under ss 150 and 355(3) of the Companies Act 1965 whereby the High Court should order the respondent company to convene an extraordinary general meeting for the purpose of considering and if deemed fit to pass five resolutions in connection with the purchase of five properties. The application was granted. The appellants and others who are minority shareholders applied to intervene and upon leave being granted they applied for the setting aside of the ex parte order on the ground that the subject matter of the application is not within the purview of s 355(3) of the Act. The learned judge dismissed the interveners' application and the interveners appealed.

Held, allowing the appeal:

(1) It is abundantly clear that before s 355(3) of the Companies Act 1965 can be applied in the present case, it is essential to identify the omission, error or irregularity which is alleged to have occurred in the management or administration of the respondent company.

(2) None of the reasons given by the original applicant, the director of the respondent company, can constitute an omission, defect or irregularity which has occurred in the management or administration of the company as required by s 355(3) of the Act which empowers the court to exercise its discretionary power of rectification or validation. The court was not asked in this case to rectify or validate anything.

(3) Before there can be a basis for rectification or validation by the court, a breach of the Companies Act 1965 must have occurred or a default in the observance of the company's memorandum and articles must have taken place or a company's or director's meeting must have been rendered ineffective. Here no breach of any kind has been particularized and conceded to render the purchase of the five properties void or ineffective.

(4) Merely because s 355(3) of the Act confers a wide range of remedial discretion to the court does not mean that it is an unfettered discretion. The learned judge in this case had exercised his discretion under s 355(3) of the Act on wrong principles and as such the order dismissing the appellant's application must be set aside.

(5) There is nothing to stop the respondent from calling an extraordinary general meeting at any time on their own without the assistance of the court to consider the five resolutions. On the facts of the present case neither the assistance of s 150 nor s 355(3) of the Act is necessary or warranted.

[Bahasa Malaysia summary

Didalam kes ini, seorang pengarah syarikat-responden telah memohon relif dibawah s 150 dan s 355(3) Akta Syarikat 1965 supaya Mahkamah Tinggi memerintah syarikat-responden memanggil mesyuarat agung tergempar bagi maksud membincang dan jika dipandang munasabah bersetuju dengan lima resolusi berhubung dengan pembelian lima harta. Permohonan itu telah dibenarkan. Perayu-perayu dan orang-orang lain yang menjadi pemegang saham minority telah memohon dibenarkan mencela perkara itu dan jika dibenarkan mereka memohon perintah ex parte itu diketepikan atas alasan perkara yang dipohon itu tidak termasuk didalam bidang s 355(3) Akta itu. Hakim yang arif telah menolak permohonan pencelah itu dan mereka telah membuat rayuan.

Diputuskan, membenarkan rayuan itu:

(1) Adalah sangat jelas sebelum s 355(3) Akta Syarikat 1965 boleh dipakai didalam kes ini, perlu ditentukan apa dia peninggalan, kesilapan atau luar aturan yang dikatakan telah terjadi di dalam urusan atau pentadbiran syarikat itu.

(2) Tidak sesuatupun sebab-sebab yang diberi oleh pemohon yang asal both dikatakan menjadi peninggalan, kesilapan atau luar aturan di dalam urusan atau pentadbiran syarikat itu seperti yang dikehendaki oleh s 355(3) Akta itu yang memberi kuasa kepada mahkamah menjalankan kuasa budibicaranya untuk pembetulan atau pengesahan. Mahkamah tidak diminta didalam kes ini untuk membetul atau mengesahkan apa-apa.

(3) Sebelum terdapat asas untuk pembetulan atau pengesahan oleh mahkamah, pelanggaran Akta Syarikat 1965 mestilah telah berlaku atau keingkaran mematuhi memorandum syarikat atau perkara-perkara persatuan telah terjadi atau mesyuarat syarikat atau mesyuarat pengarah telah menjadi tidak berkesan. Di dalam kes ini tidak ada apa-apa pelanggaran seperti itu disenaraikan atau diakui untuk menjadikan pembelian lima harta itu terbatal atau tidak mendatangkan hasil.

(4) Hanya oleh kerana s 355(3) Akta itu memberi budibicara pemulihan yang luas ini tidak bermakna mahkamah mempunyai budibicara yang tidak terbatas. Hakim yang arif di dalam kes ini telah menjalankan budibicaranya dibawah s 355(3) Akta atas prinsip-prinsip yang tersilap dan oleh kerana itu perintah menolak permohonan perayu-perayu hendaklah diketepikan.

(5) Tidak ada apa-apa yang menghalang responden memanggil mesyuarat agung tergempar bila-bila sahaja atas kuasanya tanpa memerlukan bantuan mahkamah untuk membincang lima resolusi itu. Atas fakta kes ini penggunaan

bantuan s 150 atau s 355(3) Akta itu tidak diperlukan atau dibenarkan.]

Cases referred to

1 *Langton* v *Forsayth Mineral Exploration NL* (1975) 1 ACLR 227 (refd)
2 *Re Eraville Pty Ltd* (1980) 5 ACLR 203 (refd)
3 *Re Newman Pastoral Co Pty Ltd* (No 2) (1980-1981) 5 ACLR 510 (refd)
4 *Re Kallin Investments Ltd* (1981) 6 ACLR 104 (refd)
5 *Re Clearwater Pty Ltd* (1981) 6 ACLR 201 (refd)
6 *Re Abel Equipment Pte Ltd (In Liquidation)* (1978) 3 ACLR 741 (refd)
7 *Re Helen Investments Pty Ltd* (1982) 6 ACLR 736 (refd)
8 *Re Lancer Corporation Pty Ltd* (1981) 6 ACLR 157 (refd)

Legislation referred to

Companies Act 1965 ss 67, 132C(1), 150, 355(3)

Appeal from: Originating Summons No D4-24-40-90 (High Court, Kuala Lumpur)

Loh Siew Cheang (*Aggie PL Chew* with him) for the appellants.

KS Narayanan (*YK Leong* with him) for the respondent.

Cur Adv Vult

Mohamed Azmi SCJ (delivering the judgment of the court): By ex parte originating summons dated 12 February 1990, Mr Wong Swee Min, a director of the respondent company (PanGlobal) applied for relief under ss 150 and 355(3) Companies Act 1965 whereby the High Court should order PanGlobal to convene an extraordinary general meeting for the purpose of considering and if deemed fit, to pass five resolutions in connection with the purchase of five properties transacted on 30 April 1987 and 5 May 1988 at a total price of $14.75m. The application was granted by an order in chambers dated 28 March 1990. Though not strictly relevant for the purpose of this appeal, on 10 May 1990 the order was slightly varied to include certain particulars of the property transactions. By summons-in-chambers dated 25 May 1990, the present appellants and others who are minority shareholders applied to intervene, and upon leave being granted to the appellants, they applied for the setting aside wholly of the ex parte order of 28 March on the ground that the subject matter of the application is not within the purview of s 355(3) of the Act. On 26 June 1990, the learned judge dismissed the interveners' application to set aside; issued a certificate of no further argument, and granted them leave to appeal to this court.

In dealing with this appeal, we do not have the benefit of a written judgment of the High Court. All that we have is the following findings by the court in the notes of evidence at p 45 of the appeal record.

> Court: The primary issue is whether the court has the power to order the AGM.
>
> I say that under s 355(3) Companies Act there is a wide scope given to the court to order an act to remedy an irregularity.
>
> The application encl (14) para 2 dismissed with costs.

In the circumstances, apart from being told that the scope of s 355(3) is wide, no one really knows on what basis the power of the court under s 355(3) of the Companies Act 1965 has been exercised. We do not exactly know the nature of the defect, error, irregularity or omission which the learned judge has thought fit to rectify. The relevancy at this matter will become more apparent later.

Paragraphs (a) and (b) of s 355(3) provide:

> Without affecting the generality of subsection (1) and subsection (2) or of any other provision of this Act, where any omission defect error or irregularity (including the absence of a quorum at any meeting of the company or of the directors) has occurred in the management or administration of a company whereby any breach of this Act has occurred, or whereby there has been default in the observance of the memorandum or articles of the company or whereby any proceedings at or in connection with any meeting of the company or of the directors thereof or any assemblage purporting to be such a meeting have been rendered ineffective including the failure to make or lodge any declaration of solvency pursuant to section 257, the Court —
>
> (a) may, either of its own motion or on the application of any interested person, make such order as it thinks fit to rectify or cause to be rectified or to negative or modify or cause to be modified the consequences in law of any such omission, defect, error or irregularity, or to validate any act matter or thing rendered or alleged to have been rendered invalid by or as a result or any such omission, defect, error or irregularity;
>
> (b) shall before making any such order satisfy itself that such an order would not do injustice to the company or to any member or creditor thereof:

It is abundantly clear that before that section can be applied in the present case, it is essential to identify the omission, defect, error or irregularity, which is alleged to have occurred in the management or administration of PanGlobal.

For a proper understanding of the dispute between the parties, it is necessary to go slightly into the circumstances which led Mr Wong Swee Min to apply for the relief under s 355(3).

The appellants were supporters of the 'interim directors' who had replaced the 'original directors' at the general meeting of PanGlobal. Five of them were elected to office at an extraordinary general meeting of shareholders held on 5 September 1988 whilst another three became directors subsequently on 8 June 1989. But, on the application of the original directors, namely, Dato' Mak Kok, Mr Lee Kok Liang and Mr Wong Swee Min, vide Civil Suit No D4-22-186-88, all the eight interim

directors were restrained on 7 September 1988 by ex parte interim injunction issued by Zakaria Yatim J from acting as or exercising any of the functions or performing any of the duties of directors of PanGlobal until after the trial of the action, and it was also ordered that the original directors be restored to the status quo prior to the EGM held on 5 September 1988. Subsequently, the ex parte order of 7 September 1988 was set aside by Zakaria Yatim J on 30 May 1989 on the application of the interim directors, after hearing full argument and considering written submissions. However, on appeal to the Supreme Court, it was ordered on 27 September 1989 that the setting aside order of Zakaria Yatim J dated 13 May 1989 be reversed and the original ex parte order of 7 September 1988 be restored, thereby suspending the decision of PanGlobal EGM which voted five of the interim directors into office.

During the short-lived period of the interim directorship, the interim directors had discovered material irregularities in the purchase of the five properties. According to the affidavit of Mr Liau Thai Min (ninth appellant) dated 23 May 1990, and his further affidavit dated 8 June 1990, the five transactions entered into by the original directors were illegal because firstly, the purchase of the five properties dated 30 April 1987 and 5 May 1988 were director-related transactions, and were deliberately entered into in breach of s 132E(1)-(5) read together with s 122A of the Companies Act 1965. Secondly, the transactions were devised by the original directors to utilize the funds of PanGlobal to finance the acquisition or subscription of PanGlobal shares in contravention of s 67. A police report no 18774/1989 had been lodged by the interim directors. They had consequently revoked the decision of the original directors to purchase the five properties and they had also caused PanGlobal to issue a writ against the original directors vide Civil Suit No D1-22-1785-89 for rescission of the five transactions and for repayment of all moneys paid by PanGlobal under the sale and purchase transactions, reimbursement of all expenditures, and damages for breach of contract, breach of fiduciary duties and for negligence. The action is now held in abeyance on instruction of the original directors, pending the outcome of their own suit against the interim directors, namely, Civil Suit No D4-22-186-88, the early trial of which has been ordered by the Supreme Court before another judge. It must be noted that the consequence to a director for contravening s 132(C)(1) is personal accountability to any profit under s 132E(3) and criminal liability under s 132E(6) of the Act. The alleged civil and criminal liabilities are not conceded in the present application for relief. Indeed, reading Mr Wong Swee Min's affidavit-in-support dated 12 February 1990, the application is not founded on any irregularity under ss 67 or 132C(1), as alleged by the appellants, but the purpose of the court's assistance in calling for the general meeting is principally based on the following two grounds:

(i) The difficulties in the finalization of PanGlobal's annual account arising from the uncertainty as to the manner in which the account should treat the purchase of the five pieces of properties by the company and one of its wholly-owned subsidiary companies called PanGlobal Development Sdn Bhd (see para 6 of affidavit).

(ii) The desires of the original directors to be strictly impartial over the final fate of the five transactions. The shareholders should freely endorse or revoke the transactions and for that purpose the original directors thought it fit not to be a party to the calling of this particular EGM, without the assistance of the court (see paras 17 and 19 of affidavit).

In our view, none of the reasons given can constitute an omission, defect, error or irregularity which has occurred in the management or administration of the company as required by s 355(3) which empowers the court to exercise its discretionary power of rectification or validation. On the facts affirmed by Mr Wong Swee Min, in his affidavit-in-support, there is nothing for the court to rectify or to validate. The court was not asked to rectify or validate anything. The court cannot act in vacuum under s 355(3). Before there can be a basis for rectification or validation by the court, a breach of the Companies Act 1965 must have occurred, or a default in the observance of the company's memorandum and articles must have taken place, or a company's or directors' meeting must have been rendered ineffective. Here, no breach of any kind has been particularized and conceded by Mr Wong Swee Min, to render the purchase of the five properties void or ineffective.

The learned counsel for the appellants has submitted that our s 355(3) is equivalent to s 366 of the old Australian Companies Act. According to him, the section applies only to rectification of procedural defects or irregularities, but not to supply the deficiency which caused the irregularity or defects. The court can only validate procedural irregularities or defects, such as defects in advertisements — *Langton* v *Forsayth Mineral Exploration NL*[1] at p 237, lack of quorum of meeting — *Re Eraville Pty Ltd*[2] and Companies Act; short notice of meeting — *Re Newman Pastoral Co Pty Ltd*;[3] deficiency in explanatory statements — *Re Kallin Investment Ltd*;[4] short notice to shareholders — *Re Clearwater Pty Ltd*,[5] defective appointment of liquidator — *Re Abel Equipment Pty Ltd (In Liquidation)*;[6] and late lodgment of declaration of solvency — *Re Helen Investments Pty Ltd*.[7]

The learned counsel also cited *Re Lancer Corp Pty Ltd*[8] at p 170, where the Supreme Court of Queensland held:

> Under s 366(1) and (2) the court in a proceeding before it may declare that a 'proceeding under this Act' is valid notwithstanding any defect, irregularity or deficiency. Under s 366(3) the power of the court in consequence of any 'omission, defect, error or irregularity ... in the management or administration of a company ...' whereby any of the consequences set out have occurred, is likewise not to declare that what has occurred is invalid. Nor is there a power to order that steps or actions be taken consequent upon such a declaration. The court may 'rectify or cause to be rectified or to negative or modify or cause to be modified the consequences in law of any such omission, defect, error or irregularity.' Or the court may validate any act, matter or thing rendered or alleged to have been rendered invalid by or as a result of any such omission, defect, error or irregularity. In other words, s 366(3) is clearly directed to the modification or the negativing of the otherwise invalidating effect flowing from any 'omission, defect, error or irregularity' as set out.

In short, the submission of the learned counsel is that the remedial power is exercised in two ways: (i) by making an order to rectify the consequences which follow the defective act; or (ii) by declaring altogether valid what is invalid.

Next, the learned counsel referred to *Langton* v *Forsayth Mineral Exploration NL*[1] at p 237, where Mahoney JA of the Supreme Court of New South Wales held:

> In respect of matters which depend for their correction or validation upon the exercise of the powers given by s 366(3), the position is different. It is, in my opinion, clear that unless and until the court makes an order, the matters remain in their defective form; and before any such order can be made, the court 'shall' satisfy itself that the order 'would not do injustice to the company or to any member or creditor thereof'.

In our opinion, in this case, if application had been made for the court to validate the five transactions, notwithstanding any breach of the provisions of the Companies Act 1965, it would have been a different matter. The properties were purchased without reference to a general meeting in the first instance. So, the court cannot order the calling of a meeting of the shareholders to consider validating the breach, because the court can only make an order under s 355(3) to remedy the consequences which flow from the breach, and calling the EGM to consider the five resolutions is not a consequence of the breach. It is to supply the deficiency itself which has occurred. We are of the view that by granting the order, the court is not validating anything, but merely allowing the original directors to have a second bite at the cherry. This is clearly outside the purview of s 355(3). The original directors must admit first that there is a breach by way of an omission to comply with the Companies Act 1965, before there can be validation by the court. Under the section, the validation of an invalid act, matter or thing must be by the court and not by the EGM. Unlike its power of rectification and modification, the court cannot cause a third party to validate or to consider validating an unlawful act under the Companies Act 1965.

Before us counsel for the respondent when queried for the actual need to come to court for validation or rectification explained that because the EGM had not been held within a reasonable period after the five transactions, there was inability to satisfy the reasonable time requirement. Therefore, the respondent sought the assistance of the court to enable it to satisfy 'the reasonable time' requirement. This is not specifically deposed in the affidavit-in-support of Mr Wong Swee Min. Even if it had been so deposed, s 355(3) would still not be applicable. There is admittedly nothing to stop the respondent from calling the EGM without the assistance of the court to consider the resolutions. It is only after such a meeting is held that the validity of the meeting could if at all be remedied under s 355(3) notwithstanding that it was held out of time. Under the subsection, the court has no power to rectify anything which has yet to occur, or to validate any act which is not yet in breach of the Companies Act 1965. Any omission or irregularity or defect in the general meeting can only be determined after the meeting has been held, but not before.

Further, as stated earlier on, the appellants' allegations that the five transactions are in breach of s 67 and s 132C(1) of the Companies Act 1965 are contentious issues between the interim and original directors, and they are yet to be determined by the court. To allow the rectification at this stage would certainly do injustice to the appellants and as well as to PanGlobal. This requirement under para (b) of s 355(3) did not seem to have been considered at all by the learned judge before exercising his remedial power under this provision. In this appeal we cannot and do not make any finding on the various allegations levelled against the original directors, particularly against Dato' Mak Kok. In our view, these allegations should be resolved in Civil Suit No D4-22-186-88 or Civil Suit No D1-22-1785-89 so that neither the interest of PanGlobal nor that of the orginal or interim directors may be prejudiced in any way.

Thus, merely because s 355(3) confers a wide range of remedial discretion to the court does not mean that it is an unfettered discretion. We are of the opinion that the learned judge had exercised his discretion under s 355(3) of the Companies Act on wrong principles, and as such the order dismissing the appellants' application must be set aside. There is of course nothing to stop the respondent from calling an EGM at any time on their own without the assistance of the court, to consider the five resolutions. On the facts of the present case neither the assistance of s 150 nor s 355(3) is necessary or warranted.

The appeal is accordingly allowed with costs, and the application of the appellants to set aside wholly the ex parte order of 28 March 1990 must therefore be allowed.

Appeal allowed.

Solicitors: *Cheang & Ariff; Riza Leong & Partners.*

Reported by *Prof Ahmad Ibrahim*

Selvamary v Rethinasamy

SUPREME COURT (KUALA LUMPUR) — CIVIL APPEAL NO 02-196-1989
HASHIM YEOP A SANI CJ (MALAYA), MOHAMED YUSOFF AND AJAIB SINGH SCJJ
19 NOVEMBER 1990

Legal Profession — Complaint against solicitor to Bar Council — Bar Council deciding formal inquiry not necessary — Appeal to High Court — Appeal out of time — Whether Bar Council ought to be cited as a party — Legal Profession Act 1976, s 103

Civil Procedure — Parties — Complaint against solicitor to Bar Council — Bar Council deciding formal inquiry not necessary — Appeal — Whether Bar Council ought to be cited as a party — Legal Profession Act 1976, s 103 — Rules of the High Court 1980, O 15 r 6(2) & O 53

The appellant in this case had made a complaint against the respondent, a solicitor, over an alleged impropriety while acting as a solicitor for her in a sale and purchase agreement. The Bar Council decided that a formal enquiry into her complaint was not necessary. The appellant then filed an originating summons to appeal against the decision of the Bar Council. The respondent raised a preliminary objection (a) that the Bar Council should have been but was not cited as a party to the proceeding and (b) the period for appealing had expired. The learned judge upheld the preliminary objection on both points. The appellant appealed.

Held, allowing the appeal in part:

(1) There is no doubt that the action in the present case is properly constituted and the non-citing of the Bar Council does not affect the validity of the action. The appeal on the first issue is accordingly allowed.

(2) Since the time limited for appealing had long since expired the appeal was not properly before the court. The appeal against the second issue is dismissed.

[Bahasa Malaysia summary

Perayu di dalam kes ini telah membuat aduan terhadap responden, seorang peguam, atas apa yang dikatakan kelakuan salahnya apabila bertindak sebagai peguam bagi perayu didalam urusan perjanjian jual beli tanah. Majlis Peguam telah memutuskan tidak perlu diadakan siasatan lebih lanjut mengenai aduan itu. Perayu kemudiannya menfailkan saman pemula untuk merayu dari keputusan Majlis Paguam itu. Responden telah membawa bantahan permulaan (a) bahawa Majlis Peguam seharusnya akan tetapi telah tidak dinamakan sebagai pihak didalam prosiding itu; (b) masa untuk membuat rayuan telah tamat. Hakim yang arif telah membuat keputusan membenarkan bantahan permulaan itu atas dua-dua perkara itu. Perayu telah membuat rayuan.

Diputuskan, membenarkan sebahagian dari rayuan itu.

(1) Tidak syak lagi tindakan yang dibuat didalam kes ini adalah dibuat dengan sewajarnya dan perkara tidak menamakan Majlis Peguam tidak menjejas kesahan tindakan itu. Rayuan atas issue pertama oleh kerana itu hendaklah dibenarkan.

(2) Oleh kerana masa yang diperuntukkan untuk rayuan telah lama tamat rayuan itu tidak dibawa dengan sempurna ke Mahkamah Rayuan dan rayuan atas issue kedua hendaklah ditolak.]

Cases referred to

1 *Dollfus Mieg et Compagnir SA* v *Bank of England* [1951] 1 Ch 33 (folld)
2 *McCheane* v *Gyles (No 2)* [1902] 1 Ch 911 (refd)
3 *Moser* v *Marsden* [1892] 1 Ch 487 (refd)
4 *Pegang Mining Co Ltd* v *Choong Sam & Ors* [1969] 2 MLJ 52 (refd)
5 *Wilson* v *Church* (1878) 9 Ch D 552 (refd)
6 *Yii Suok Ting* v *Sibu Municipal Council* [1986] 1 MLJ 232 (refd)
7 *Squibb United Kingdom Staff Association* v *Certification Officer* [1979] 2 All ER 452 (refd)

Legislation referred to

Legal Profession Act 1976 s 103

GS Nijar (*M Thayalan* with him) for the appellants.
RJ Manecksha for the respondent.
PR Manecksha (*Tuan Haji Sulaiman* with him) holding watching brief for Bar Council.
G Sri Ram holding watching brief.

Hashim Yeop A Sani CJ (Malaya) (delivering the judgment of the court): Before the learned judge of the High Court was an appeal under s 103 of the Legal Profession Act 1976 ('LPA'). The appellant was the complainant who had made a complaint under s 95 of the LPA against the solicitor (the respondent here) over an alleged impropriety while acting as solicitor for her in a sale and purchase agreement. The Bar Council however decided that a formal enquiry into her complaint was not necessary. The appellant then filed the originating summons pursuant to s 103(2) of the LPA.

Section 103 of the LPA reads as follows:

Appeal to High Court

(1) A person who has made a complaint under section 95(1) and who is dissatisfied with the findings of the State Bar Committee or of the Inquiry Committee or with the determination of the Bar Council on the complaint may, within fourteen days of receiving the notification under section 98(c), appeal to a Judge of the High Court against such finding or determination or both.

(2) The appeal shall be by way of originating summons and shall be accompanied by an affidavit of the facts constituting the basis of the complaint and by a copy of the complaint originally made to the Bar Council, together with a copy of the notification mentioned in section 98(c).

(3) A copy of each of the documents referred to in subsection (2) shall be served on the Bar Council.